

Statistical/Administrative Information											THIS SPACE FOR COURT USE ONLY																					
<input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.																																
Estimated Number of Creditors <table border="1"> <thead> <tr> <th>1-48</th> <th>50-99</th> <th>100-199</th> <th>200-999</th> <th>1,000-5,000</th> <th>5,001-10,000</th> <th>10,001-25,000</th> <th>25,001-50,000</th> <th>50,001-100,000</th> <th>OVER 100,000</th> </tr> </thead> <tbody> <tr> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> </tbody> </table>											1-48	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		
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Form B1 (Official Form 1) (Rev. 1/88)

2008 USBC, Central District of California

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): Home Organizers Inc.		FORM B1, Page 2
Prior Bankruptcy Case Filed Within Last 8 Years (If more than two, attach additional sheet)				
Location Where Filed:	Case Number:	Date Filed:		
Location Where Filed:	Case Number:	Date Filed:		
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of the Debtor (If more than one, attach additional sheet)				
Name of Debtor:	Case Number:	Date Filed:		
District:	Relationship:	Judge:		
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) Date</p>		
<p style="text-align: center;">Exhibit C</p> <p>Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?</p> <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.</p> <p><input checked="" type="checkbox"/> No</p>		<p style="text-align: center;">Exhibit D</p> <p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.</p> <p>If this is a joint petition:</p> <p><input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.</p>		
<p style="text-align: center;">Information Regarding the Debtor - Venue (Check any applicable box)</p> <p><input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding (in a federal or state court) in this District, or the interests of the parties will be served in regard to the relief sought in this District.</p>				
<p style="text-align: center;">Certification by a Debtor Who Resides as a Tenant of Residential Property Check all applicable boxes.</p> <p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="text-align: center;">_____ (Name of landlord that obtained judgment)</p> <p style="text-align: center;">_____ (Address of landlord)</p> <p><input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and</p> <p><input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification (11 U.S.C. § 362(1)).</p>				

Form B1 (Official Form 1) (Rev. 1/08)

2008 USBC, Central District of California

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Home Organizers Inc.

FORM B1, Page 3

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7, I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

Signature of Attorney

X _____
Signature of Attorney for Debtor(s)

Printed Name of Attorney for Debtor(s)

Beitzman, Weg & Kempinsky LLP

Firm Name

10100 Santa Monica Blvd.

Address

Suite 1450

(310) 552-3100

Telephone Number

3/16/10

Date

211742

Bar Number

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Authorized Individual

Gerard A. Thompson

Printed Name of Authorized Individual

Chief Financial Officer

Title of Authorized Individual

March 16, 2010

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign main proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

☐ Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social Security number (if the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 19 U.S.C. § 156.

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Scott F. Gautier (SBN 211742) PEITZMAN, WEG & KEMPINSKY LLP 10100 Santa Monica Blvd., Ste. 1450 Los Angeles, CA 90087 <input checked="" type="checkbox"/> Attorney for: Home Organizers, Inc.	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: HOME ORGANIZERS INC. Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

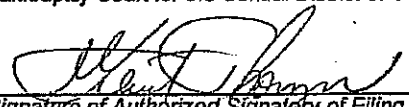
**ELECTRONIC FILING DECLARATION
(CORPORATION/PARTNERSHIP)**

- ☒ Petition, statement of affairs, schedules or lists
☐ Amendments to the petition, statement of affairs, schedules or lists
☐ Other: _____

Date Filed: March 16, 2010
Date Filed: _____
Date Filed: _____

PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEBTOR OR OTHER PARTY

I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature lines; (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California.



Signature of Authorized Signatory of Filing Party

3/16/2010

Date

Gerard A. Thompson

Printed Name of Authorized Signatory of Filing Party
Senior Vice President and CFO

Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

I, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the Declaration of Authorized Signatory of Debtor or Other Party before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document available for review upon request of the Court or other parties.



Signature of Attorney for Filing Party

3/16/2010

Date

Scott F. Gautier

Printed Name of Attorney for Filing Party

This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

**UNANIMOUS WRITTEN CONSENT
OF DIRECTORS OF
HOME ORGANIZERS INC.**

The undersigned members of the Board of Directors ("Board") of Home Organizers Inc. (the "Company"), being all of the Directors of the Company, hereby adopt the following resolutions by unanimous written consent, as authorized by applicable law and the By-Laws of the Company:

WHEREAS, the Board has determined that it is in the best interests of the Company, its creditors, shareholders and other interested parties for the Company to file a voluntary petition for relief, under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), commencing a case (the "Bankruptcy Case") under the Bankruptcy Code; therefore, it is:


RESOLVED, that the Company be, and hereby is, authorized to file a notice of request for entry of an order for relief under chapter 11 in the Bankruptcy Case; and it is

RESOLVED, that the Company be, and hereby is, authorized to employ the law firm of Peitzman, Weg & Kempinsky LLP, or such other firm as may be appropriate, to represent the Company as bankruptcy counsel in the Bankruptcy Case for the Company and Reeder, Lu & Green, LLP as special counsel for specified matters.; and it is

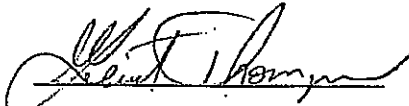
RESOLVED, that each of the officers of the Company, including Frank Melkonian, Chief Executive Officer, Gerard A. Thompson, Chief Financial Officer, and Alex Jivalagian, vice president of operations, are hereby authorized to:

- a. Execute and file all schedules, lists, statements and other papers and to take any and all action that he deems necessary, proper or desirable in connection with the Bankruptcy Case for the Company with view toward the successful completion of the Bankruptcy Case; and
- b. Take all actions, including, without limitation, the retention of counsel, accountants and such other professional persons on such terms and conditions as may be necessary or appropriate, and to exercise all rights, claims, remedies, privileges, and to perform all duties and obligations, as the Company may have as a debtor under chapter 11 of the Bankruptcy Code and related rules, and to execute and deliver all instruments, petitions, agreements, certificates and documents in connection therewith, in the name of and on behalf of the Company, as in his judgment may be necessary or appropriate to carry out the intent and to accomplish the purpose of these resolutions.

Dated: March 16, 2010

By: 
Name: FRANK M Melkonian

Dated: March 16, 2010

By: 

Name: GERARD A. THOMPSON

Dated: March 16, 2010

By: A. Tivlagian

Name: Alex Tivlagian

Dated: March 16, 2010

By: Jerry Ewen

Name: JERRY EWEN

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Scott F. Gautier (SBN 211742) Peitzman, Weg & Kempinsky LLP 10100 Santa Monica Blvd., Suite 1450 Los Angeles, CA 90067 (310) 552-3100 <input checked="" type="checkbox"/> Attorney for: Home Organizers Inc.	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: HOME ORGANIZERS INC. <div style="text-align: right;">Debtor(s), Plaintiff(s), Defendant(s).</div>	CASE NO.: ADV. NO.: CHAPTER: 11

**Corporate Ownership Statement Pursuant to
FRBP 1007(a)(1) and 7007.1, and LBR 1007-4**

Pursuant to FRBP 1007(a)(1) and 7007.1, and LBR 1007-4, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.

I, Gerard A. Thompson, the undersigned in the above-captioned case, hereby declare
(Print Name of Attorney or Declarant)

under penalty of perjury under the laws of the United States of America that the following is true and correct:

[Check the appropriate boxes and, if applicable, provide the required information.]

1. I have personal knowledge of the matters set forth in this Statement because:

- ☒ I am the president or other officer or an authorized agent of the debtor corporation
☐ I am a party to an adversary proceeding
☐ I am a party to a contested matter
☐ I am the attorney for the debtor corporation

2. a. ☒ The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:

[For additional names, attach an addendum to this form.]

Frank Melkonian, SKM Equity Fund III, L.P., SKM Investment Fund

b. ☐ There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.


Signature of Attorney or Declarant

3/16/2010
Date

Gerard A. Thompson
Printed Name of Attorney or Declarant

This form is optional. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

1 David B. Shemano (State Bar No. 176020)
2 *dshemano@pwkllp.com*
3 Scott F. Gautier (State Bar No. 211742)
4 *sgautier@pwkllp.com*
5 Julian I. Gurule (State Bar No. 252160)
6 *mmorales@pwkllp.com*
7 PEITZMAN, WEG & KEMPINSKY LLP
8 10100 Santa Monica Boulevard, Suite 1450
9 Los Angeles, CA 90067
10 Telephone: (310) 552-3100
11 Facsimile: (310) 552-3101

12 Proposed Counsel to Home Organizers Inc.

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**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
LOS ANGELES DIVISION**

In re:

HOME ORGANIZERS INC., a Delaware
corporation,

Debtor.

Case No.:

Chapter 11

**LIST OF CREDITORS HOLDING 20
LARGEST UNSECURED CLAIMS
PURSUANT TO FEDERAL RULE OF
BANKRUPTCY PROCEDURE 1007(D);
DECLARATION OF GERARD A.
THOMPSON**

The above-captioned debtor (the "Debtor"), hereby submits the attached List of Creditors Holding 20 Largest Unsecured Claims (the "List") pursuant to Federal Rule of Bankruptcy Procedure 1007(d). The List does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101(31), or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. The List also does not include customers, if any, who have pre-paid for products and/or services from the Debtor or who may have warranty claims against the Debtor or current employees, if any, with priority claims under 11 U.S.C. § 507(a)(4), as the Debtor intends to satisfy such claims in the ordinary course of its business, subject to approval by the Court.

1 The list was prepared by the Debtor based upon the ongoing review of its books and records.
2 The List, therefore, is subject to amendment if additional information becomes known as a result of
3 the ongoing review of the books and records.

4 Dated: March 16, 2010

PEITZMAN, WEG & KEMPINSKY LLP

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6 By: /s/ Scott F. Gautier
7 Scott F. Gautier
8 Proposed Counsel for Home Organizers Inc.
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DECLARATION OF GERARD A. THOMPSON

I, Gerard A. Thompson, declare as follows:

1. I am the Chief Financial Officer of the Debtor in the above-captioned matter. The attached List of Creditors Holding 20 Largest Unsecured Claims (the "List") is true and correct to the best of my information and belief based upon my review of the Debtor's books and records. If additional information becomes known as a result of the ongoing review of the Debtor's books and records, the List will be promptly amended.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 16th day of March 2010 at Whittier, California.

/s/ Gerard A. Thompson

Gerard A. Thompson
Senior Vice President and CFO

HOME ORGANIZERS INC.
List of Creditors Holding 20 Largest Unsecured Claims

(1) Name of creditor & mailing address	(2) Name, telephone & address of contact	(3) Nature of claim	(4) Indicate if contingent, unliquidated, disputed, subject to set off	(5) Amount
M&I Equipment Finance Co 250 East Wisconsin Avenue Suite 1400 Milwaukee, WI 53202-4219	M&I Equipment Finance Co 250 East Wisconsin Avenue Suite 1400 Milwaukee, WI 53202-4219	Equipment Leases		\$21,647.28
Charles Dunn Equities 1 LLC 800 W 6th Street 6th Floor Los Angeles, CA 90017	Charles Dunn Equities 1 LLC 800 W 6th Street 6th Floor Los Angeles, CA 90017	Lease Guaranty	Contingent	unknown

Verification of Creditor Mailing List - (Rev. 10/05)

2003 USBC, Central District of California

MASTER MAILING LIST
Verification Pursuant to Local Bankruptcy Rule 1007-2(d)

Name Scott F. Gautier
Peitzman, Weg & Kempinsky LLP
10100 Santa Monica Blvd., Ste. 1450
Address Los Angeles, CA 90067

Telephone (310) 552-3100

☒ Attorney for Debtor(s) Home Organizers Inc.
☐ Debtor in Pro Per

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
List all names including trade names used by Debtor(s) within last 8 years: <u>Home Organizers Holding Corporation</u> <u>Closet World Holdings, Inc.</u>	Case No.:
	Chapter: <u>11</u>

VERIFICATION OF CREDITOR MAILING LIST

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 2 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: March 16, 2010

Debtor

/s/ Scott F. Gautier
Attorney (if applicable)

Joint Debtor

Home Organizers Inc
3860 Capitol Ave
Whittier, CA 90601-1733

Peitzman Weg & Kempinsky LLP
10100 Santa Monica Blvd
Suite 1450
Los Angeles, CA 90067

Office of the United States Trustee
725 S Figueroa St
Suite 2600
Los Angeles, CA 90017

Madison Capital Funding LLC
Attn Timothy Shiffer
30 South Wacker Drive
Chicago, IL 60606

M&I Equipment Finance Co
250 East Wisconsin Avenue
Suite 1400
Milwaukee, WI 53202-4219

M&I First National Leasing Corp
250 E Wisconsin Ave
Milwaukee, WI 53202

Charles Dunn Equities 1 LLC
800 W 6th Street
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